



REVIVAL – WILTSHIRE RASAC

Information for Prospective Trustees

Revival – Wiltshire RASAC is the operating name of Revival – Wiltshire Rape and Sexual Abuse Centre

Registered Office: 30 Circus Mews Bath BA1 2PW
Company Limited by Guarantee in England No: 4717912 Registered Charity No: 1102911

INTRODUCTION

The purpose of this Information Pack is to provide prospective Trustees with background information about Revival - Wiltshire RASAC and to explain the organisation's structure, the role and responsibilities of a Trustee, skills and qualities required and the appointment process.

If you have any questions or queries or would like to meet with a member of the Board to discuss Trusteeship further, we would be delighted to hear from you.

Please call us on 01225 777 562

Write to us at:
PO Box 4157
TROWBRIDGE
Wilts BA14 4AW

Or e-mail us at trustee@revival-wiltshirerasac.org.uk

Website: www.revival-wiltshirerasac.org.uk

OUR PURPOSE

Revival – Wiltshire RASAC offers free, confidential counselling and support for people who have been raped or sexually abused. It doesn't matter when or where. No one should suffer in silence. We are here to help survivors make sense of what's happened to them and begin to make life changing choices for themselves.

Revival - Wiltshire RASAC is an independent charity, providing specialist counselling and support to victims/survivors of rape and sexual violence/abuse (aged 13 and over), including recent and non-recent victims of child sexual abuse in Swindon and Wiltshire.

Our services are trauma informed, confidential, sensitive to the needs of the individual, non-discriminatory, free at the point of delivery and available irrespective of whether or not the individual wishes to report a crime to the police. We value and uphold the importance of accessible services for every sector of the community.

We afford safe space for each individual to be heard, come to terms with what has happened, develop positive coping strategies and move towards recovery. All staff understand the impact of trauma on those we provide services to, on themselves and on their colleagues. Policies and practice are designed to promote physical and emotional safety for all. To promote healing and avoid re-traumatisation we offer choice and foster empowerment. Our approach focuses on personal strengths and resilience.

Our professional counselling services can be delivered online, by telephone or on our premises in Chippenham, Salisbury, Swindon or Trowbridge. Our more experienced counsellors are trained to deliver pre-trial therapy meaning services are accessible before, during and after any criminal proceedings. Young people and adult survivors of recent sexual offences are offered a maximum of 12 sessions of 1:1 counselling, adult survivors of sexual abuse in childhood are offered up to 24 sessions.

In addition to our therapeutic counselling services we provide emotional support by telephone/email and signposting to other services on the Survivor Pathway.

In line with other specialist organisations, demand for the service continues to grow year on year. Individuals are very welcome to self-refer but other referrals come through local GP surgery staff, IAPT services, local authorities, mental health trusts, SARC/ISVA service, police, DV and other voluntary sector services.

GOVERNANCE

Working collaboratively, the Board of Revival - Wiltshire RASAC takes responsibility for the overall direction, effectiveness, supervision and accountability of the Charity – Governance. To achieve this, the Board needs to work constructively with the Centre Director, staff, volunteers, service users, Members and all other stakeholders to ensure the organisation is effectively and properly run and meets the needs for which the Charity was set up.

As both a registered Charity and a Company Limited by Guarantee the Trustees of the organisation fulfil the roles of both Trustees in Charity Law and Directors in Company Law.

Further information about these roles is contained in the Charity Commissions booklet 'The Essential Trustee: What you need to know' that can be accessed [here](#). We can also arrange for you to attend a short virtual training event hosted by members of the charity team at Stone King LLP – The essential trustee and governance in practice.

In addition to relevant legislation and regulation, the Board of Trustees must also bear in mind the specific requirements and powers of their governing document, the Memorandum and Articles of Association adopted in February 2003, updated in May 2005, September 2012, September 2015 and October 2017. This document provides a set of procedures and rules for running the organisation, making it clear to Trustees and stakeholders how the organisation is to conduct its affairs. It is the responsibility of The Board of Trustees to ensure that all work undertaken by the Charity is in accordance with this document. In addition, Trustees are required to comply with the Code of Governance (Appendix 1) and the Directors Conflicts of Interest Policy (Appendix 2).

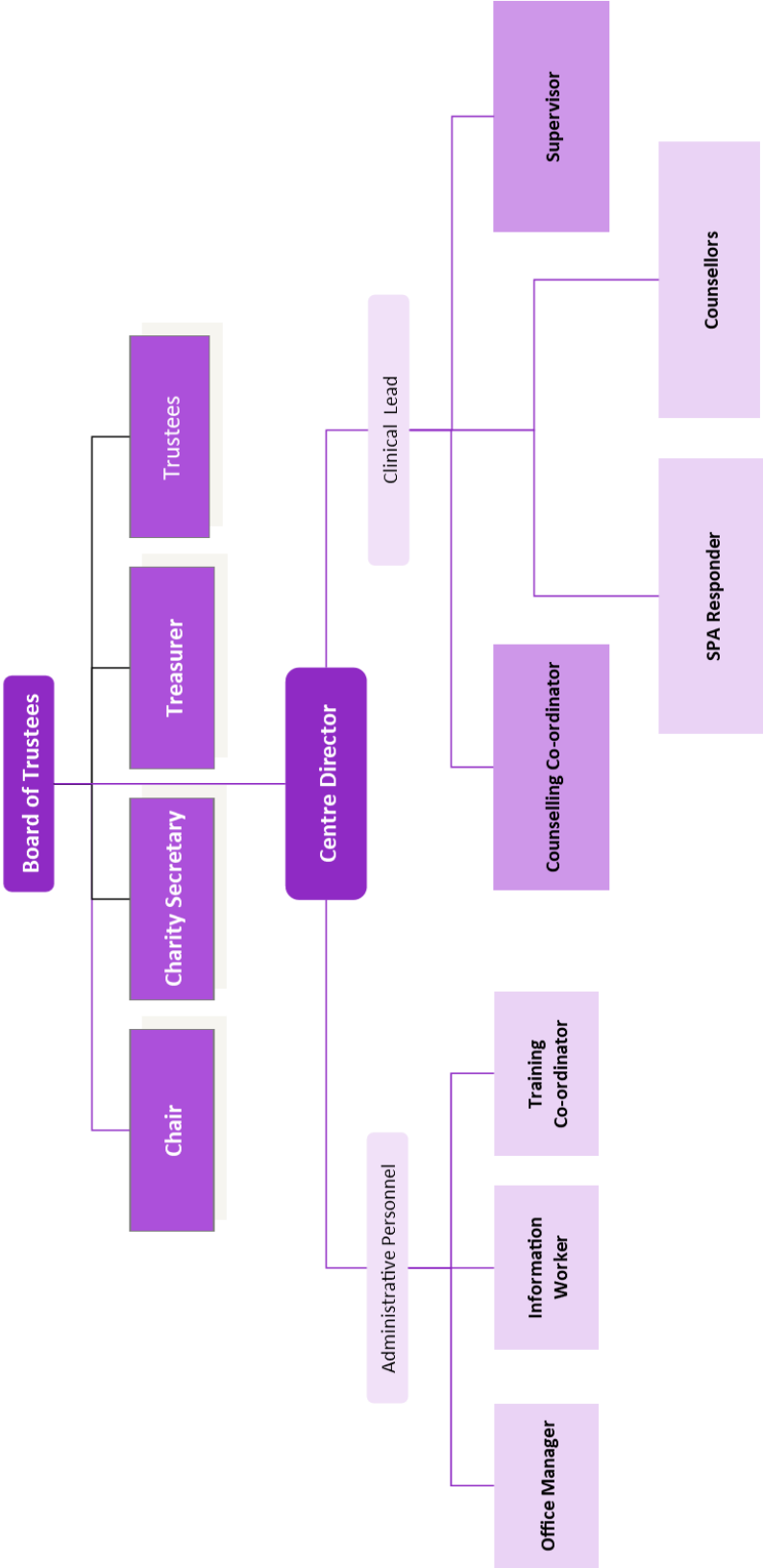
Trustees are elected by their peers who are the Members of the organisation. Each Board member must keep their Membership up to date throughout the period of their involvement with the organisation. The Articles of Association makes provision for up to nine Trustees serving on the Board at any one time. This allows for a wide range of skills and knowledge to be incorporated into the management team both to sustain the organisation and support its development. The Board is very keen to hear from suitable applicants and is actively seeking to recruit to the Board.

The Board delegates day to day responsibility for the management of the services provided by the Charity to the Centre Director who is accountable to the Board of Trustees through the Chair who provides regular line-management supervision and annual appraisal. The Centre Director attends all meetings of the Board of Trustees to give regular reports on the activities undertaken by the organisation.

There is a wide range of policy documentation in place addressing the Governance and day to day management of the organisation. The Board operates a schedule to review policies on a regular basis to reflect current good practice and to preserve the integrity of the organisation.

ORGANISATIONAL STRUCTURE

Revival Wiltshire RASAC Organisational Chart 2022—2023



SKILLS AND QUALITIES OF A TRUSTEE

Specific professional skills such as financial management, personnel management, health and safety and risk management, administration, project planning and fundraising are important to the Board. However, beyond these traditional skills, roles exist for those with relevant knowledge and a keenness to learn and contribute to the success of Revival - Wiltshire RASAC. Examples of relevant knowledge might include an understanding of the local community; the role, function and value of the voluntary sector or, of government policy and how it might relate to Revival – Wiltshire RASAC’s client group. Potential Trustees are asked to complete a Skills Audit at the time of making an application to the Board. This enables the Board to ensure that the right mix of skills is available to the Management Committee and identifies areas where specific training might be required.

As well as specific skills a Trustee should have certain qualities that make them suitable for holding a position as a Trustees of Revival - Wiltshire RASAC. The Nolan Committee on Standards in Public Life (1994) produced ‘Seven Principles of Public Life’ on which the Trustees have based their Code of Conduct, an integral part of the Code of Governance (see Appendix 1), helping to ensure that Trustees safeguard the integrity of the organisation and maintain public confidence at all times.

Trustees must also have qualities that enable them to work as part of a team enabling the Board to work in a consensual way:

- Sense of leadership
- Sense of duty
- Ability to exercise judgement
- Ability to be open minded when seeking solutions
- Ability to balance tact with candour
- Preparedness to work collectively

TRAINING

It is important that Trustees have sufficient relevant knowledge to inform the work of the Board to ensure it complies with all relevant legislation. Training can enhance the performance of individuals and of the Board as a whole and may be undertaken by individual Members who will share this knowledge within the team or, by the whole Board subject to availability and cost. In addition, individual Trustees may identify their own personal developmental needs in relation to their role. This can be discussed with the Chair and/or Charity Secretary who may be able to identify a suitable training opportunity.

APPOINTMENT OF TRUSTEES

Eligibility

Generally it is up to the Members to appoint the people they believe will run the Charity well on their behalf, however, certain restrictions will apply as prescribed under Charity and Company Law, namely:

- They must be aged 18 or over
- They must be capable of managing their own affairs
- They must not have been convicted of an offence involving dishonesty or deception (or any such conviction that is legally regarded as spent)
- They must not have been involved in tax fraud
- They must not be an undischarged bankrupt nor have made compositions or arrangements with, or granted a trust deed for, any creditors from which they have not been discharged
- They must not have been removed from the office of charity trustee or trustee for a charity by an Order made by the Charity Commissioners or the High Court on the grounds of any misconduct or mismanagement, neither be subject to an Order under section 7 of the Law Reform (Miscellaneous Provisions) (Scotland) Act 1990, preventing them from being concerned in the management or control of any relevant organisation or body
- They must not be subject to a disqualification order under the Company Directors Disqualification Act 1986 or to an Order made under section 429(b) of the Insolvency Act 1986
- They must not be disqualified under the Protection of Vulnerable Adults List
- They must be willing at all times to ensure the Charity's funds, and charity tax reliefs received by this organisation, are used only for charitable purposes.

In the first instance all prospective Trustees must apply for Membership of Revival - Wiltshire RASAC on the appropriate form. All applicants are asked to complete an Equalities Monitoring Form to assist the organisation with its monitoring processes. Secondly, they must complete and return the Trustee Application Form and Trustee Declaration Form to the Charity Secretary at Revival – Wiltshire RASAC's office address or by email trustee@revival-wiltshirerasac.org.uk. Concurrently, the prospective Trustee will have an initial discussion with either the Chair, Charity Secretary, Centre Director or a current Trustee on the work of the organisation, the role of Trustees and the responsibilities as a Director of a Company Limited by Guarantee. Each prospective Trustee will be invited to at least one meeting of the Trustee's Management Committee as an observer, for the purposes of meeting the other Trustees and gaining a better insight into the work of the Trustees.

Each prospective Trustee's Application Form will be formally submitted to the Management Committee for their consideration, prior to the nomination being commended to the Members for election. If the Management Committee agree to put the proposed Trustee's name forward it will be at this stage that arrangements will be made to obtain an Enhanced DBS Disclosure Certificate. Nominees will also be required to write a brief resume that will be presented to the Members to assist them in making their choice. Should the number of nominations commended to the Members outweigh the number of vacancies that exist, the Members will hold either a vote or ballot.

In the event that an application is received from a prospective Trustee whom the Trustee's Management Committee feel would not be an appropriate appointment, the case will be dealt with on its own merit in accordance with the particular circumstances. In such circumstances, a conversation will take place between the Chair, Charity Secretary or another Trustee, the Centre Director and the applicant to discuss alternative ways in which the person may be involved in the work of Revival - Wiltshire RASAC.

The appointment of all Trustees is subject to the above procedure, however, it is recognised that vacancies on the Board of Trustees may arise throughout the year. The Board of Trustees will, if it agrees, co-opt the prospective Trustee until the nomination is put to the Members. During the period of co-option the prospective Trustee will participate fully in all meetings and discussions.

Once appointed to the Board, all Trustees are required to complete an Annual Review in compliance with the organisation's performance management system. This form should be completed again when a Trustee resigns from the Board.

ROLES AND RESPONSIBILITIES ON THE BOARD

Overall Purpose

The Board of Trustees are jointly and severally responsible for the overall governance and strategic direction of the Charity, financial health, probity of its activities, developing the organisation's aims, objectives and goals in accordance with the governing document, legal and regulatory guidelines.

All Trustees should be aware of, and understand, their individual and collective responsibilities, and should not be overly reliant on one or more individual Trustees in any particular aspect of the governance of the Charity. For example, all Trustees should be able to read the financial accounts to a level that they can ask questions and comprehend answers of a general nature.

General responsibilities of all Trustees

- To undergo a thorough induction upon appointment and ongoing training to remain alert to, and aware of, their duties and responsibilities, and of the environment in which they operate
- To ensure that the Charity and its representatives comply with the governing document, charity law, company law and any other relevant legislation or regulations
- To achieve the purpose of the Charity and to pursue the charitable objects, and provide public benefit
- To contribute actively to the Board of Trustees' role in giving firm strategic direction to the organisation, setting overall policy, defining goals and setting targets and evaluating performance against agreed targets
- To safeguard the good name and values of the organisation avoiding any personal conflict of interest to engender public confidence and trust in the Charity
- To manage and use the resources of the Charity so as to optimise its potential
- To ensure that robust systems are in place for internal financial control and the protection of the Charity's funds and assets
- To take appropriate professional advice in all matters where there may be a material risk to the Charity, or where the Trustees may be in breach of their duties

Main Duties

- Ensuring the Charity complies with legislative and regulatory requirements, and acts within the confines of its governing document and in furtherance to the charitable objects.
- Acting in the best interest of the Charity, beneficiaries and future beneficiaries at all times.
- Promoting and developing the Charity in order for it to grow and maintain its public benefit and recognising the situation when it may be more appropriate to wind the Charity up where there is no longer a need for the Charity to provide the services it does or because the charitable objects are no longer relevant to contemporary social situations.
- Maintaining sound financial management and control of the Charity's resources.
- Ensuring a fully effective and appropriate system for the recruitment, appointment and monitoring of the work and activities of the Centre Director.
- Ensuring the effective and efficient administration of the Charity and its resources, striving for best practice in good governance.
- Acting as a counter-signatory on charity cheques (including any electronic transactions) and any applications for funds as required.
- Maintaining absolute confidentiality about all aspects of the Trustees' business, bearing in mind the over-riding legal obligations placed upon Trustees.

Statutory Duties

Some of the above duties and responsibilities are specifically covered by statute. The following is a précis of the legal duties Trustees must fulfil:

- Duty of trust;
- Duty to comply with the Charity's governing document;
- Duty to act in the best interests of the Charity, present and future beneficiaries;
- Duty to avoid conflicts of interest;
- Duty to safeguard assets;
- Duty not to benefit from their position;
- Duty of care;
- Duty to act personally;
- Duty to act collectively;
- Duty to keep accounts;
- Duty to act within powers;
- Duty to promote the success of the company;
- Duty to exercise independent judgement;
- Duty to exercise reasonable care, skill and diligence;
- Duty not to accept benefits from third parties; and
- Duty to declare interest in proposed transaction or agreement.

Accountability

As the Board are responsible and liable for the governance and functioning of the Charity, they are accountable in varying degrees to a variety of stakeholders, including: Members, beneficiaries, funders, the Charity Commission, and other regulators (e.g. Companies House).

Furthermore, there is a growing demand within the sector and the wider general public, for charities to be open and accountable for their actions and inactions. Evolving best practice would therefore lead Trustees to consider the wider implications of the decisions they make, and to communicate widely the formal reasons behind such decisions or actions.

The Chair

Overall Purpose

The Chair provides effective leadership and management to the Board of Trustees, enabling them to fulfil their responsibilities for the overall governance and strategic direction of the Charity, and ensuring that appropriate decisions are correctly made (including developing the organisation's aims, objectives and goals in accordance with the governing document, legal and regulatory guidelines). The Chair should also lead trustee discussions on the manner in which the Charity continues to provide public benefit, and how such provision is continuously monitored by the Board.

The Chair will need to work in partnership with the Centre Director and Charity Secretary to ensure that trustee decisions are acted upon and the Charity is managed effectively. The Chair and Centre Director particularly should be sympathetic to the difference between the role the Board of Trustees play in developing and agreeing the strategic direction of the Charity and that of the Centre Director in applying that strategy to the day-to-day operations of the Charity.

Main Responsibilities

- Leading the Trustees and Members of the senior management team in the development of strategic plans for the Charity.
- Providing leadership and support to the Centre Director and ensuring that the Charity is run in accordance with the decisions of the Trustees, the Charity's governing document, and appropriate legislation.
- Liaising with the Charity Secretary with the drafting of agendas and supporting papers for Trustee meetings and ensuring that the business is covered efficiently and effectively in those meetings.
- Undertaking a leadership role in ensuring that the Board of Trustees fulfils its responsibilities for the governance of the Charity.
- Leading on, with the assistance of the Charity Secretary and Centre Director where appropriate, the development and implementation of procedures for Board induction, development, training, and appraisal.
- Implementing an effective communication strategy that includes the needs of staff, beneficiaries and other stakeholders.

Main Duties

- Liaising with the Charity Secretary to lead on the planning, setting and Chairing of Trustee meetings and AGMs.
- Ensuring Trustee decisions are acted upon.
- Supporting and appraising the performance of the Centre Director.
- Leading disciplinary and appointment committees, where appropriate and in line with the Charity's agreed procedures.
- Representing the Charity at functions, meetings and in the press and broadcasting media.
- Acting between full meetings of the Board in authorising action to be taken e.g. banking transactions and legal documents in accordance with relevant mandates.
- Maintaining the Trustees' commitment to Board renewal and succession management, in line with the Charity's governing document and/or current best practice.
- Ensuring that the performance of the Board as a whole, and the Trustees individually is reviewed on an annual basis.

The Vice-Chair acts for the Chair when the Chair is not available and undertakes assignments at the request of the Chair.

The Treasurer

Overall Purpose

The Treasurer will oversee the financial matters of the Charity in line with good practice and in accordance with the governing document and legal requirements and report to the Board of Trustees at regular intervals about the financial health of the organisation. The Treasurer will ensure that effective financial measures, controls and procedures are put in place, and are appropriate for the Charity.

Despite the additional responsibility the Treasurer will have in overseeing the financial matters of the Charity, all Trustees continue to be jointly and severally responsible, and therefore liable, for the administration of the Charity.

Main Responsibilities

- To oversee, and present budgets, accounts, management accounts and financial statements to the Board of Trustees after discussion with staff responsible for the financial activities of the organisation.
- To ensure that proper accounts and records are kept, ensuring financial resources are spent and invested in line with the Charity's policies, good governance, legal and regulatory requirements.
- To be instrumental in the development and implementation of financial reserves and investment policies, ensuring that there is no conflict between any investment held and the aims and objects of the Charity.

Main Duties

- Liaising with staff responsible for the financial activities of the organisation.
- Liaising with the Charity's auditors or independent examiner.
- Monitoring and advising on the financial viability of the Charity after liaising with the Charity's auditors.
- Creating sound financial instruments for the control of charity assets.
- Implementing and monitoring specific financial controls and systems ensuring that these are adhered to.
- Advising on the financial implications of the Charity's strategic plan.
- Liaising with the Charity Secretary and staff responsible for financial activities to ensure that the Charity's annual accounts are compliant with the current Charities SORP.
- Maintaining sound financial management of the Charity's resources, ensuring expenditure is in line with the Charity's objects.
- Contributing to the fundraising strategy of the organisation.
- Making a formal presentation of the accounts at the Annual General Meeting and drawing attention to important points in a coherent and easily understandable way.

The Charity Secretary

Overall Purpose

The Charity Secretary is primarily responsible for the smooth and efficient running of meetings of the Trustee Board and any sub-committees, providing assistance and support to the Chair of the Board of Trustees.

The Charity Secretary assists the Board in monitoring compliance with various legislative and regulatory requirements affecting the Charity and its activities, supporting the Chair in ensuring that the Trustees' decisions are acted upon, and that all decisions made by the Trustees are in accordance with the governing document, reflect the objects of the Charity, and continue to provide public benefit.

Main Responsibilities

- To liaise with the Chair to plan, arrange and produce agendas and supporting papers for Trustee meetings and for drafting the subsequent minutes.
- To act as Charity Secretary and ensure that company law, charity law, and regulatory requirements of reporting and public accountability are complied with.
- To ensure that all meetings comply with the requirements of the governing document.

Main Duties

- Arranging and administrating Trustee meetings and any sub-committees in line with legal, and other regulatory requirements, and in accordance with the governing document.
- Advise and guide the Board of any legal and regulatory implications of the Charity's strategic plan.
- Acting as the custodian of the governing document, in liaison with the Trustees, reviewing its appropriateness and monitoring that the Charity's activities reflect the objects set out in the governing document. Also, to act as the holder of statutory registers and books, and other legal and important documents such as insurance policies.
- Filing all statutory forms within the time limits prescribed by law, including:
 - Accounts
 - Annual Returns
 - Change of Registered Office
 - Change of Accounting Reference Date
 - Change of Directors and Secretaries and their details
 - Resolutions
- Supporting the Trustees in fulfilling their duties and responsibilities, organising Trustee induction and ongoing training.
- Ensuring that Trustee decisions are implemented in accordance with the Charity's governing document or other internal operational procedures.
- Being an initial point of contact for stakeholders and interested parties.
- Ensuring the Charity's stationery, including electronic communications (emails, websites etc), orders, invoices, cheques and other relevant documents include all the details required under Charity and Company law.

Appendix 1: Code of Governance

Code of Conduct

This Code is based on the 'Seven Principles of Public Life' produced by The Nolan Committee on Standards in Public Life (1994) to ensure high standards and make it clear how any potential conflicting interests are to be raised and dealt with.

Selflessness

- Trustees of Revival - Wiltshire RASAC have a general duty to act in the best interest of Revival - Wiltshire RASAC as a whole. They should not do so in order to gain financial or other material benefits for themselves, their family, their friends or any organisation they come from or represent.

Integrity

- Should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their role;
- As well as avoiding actual impropriety, should avoid any appearance of improper behaviour;
- Should avoid accepting gifts and hospitality.

Objectivity

- In carrying out their role, including making appointments (including Trustee appointments), awarding contracts, recommending individuals for rewards and benefits or transacting other business, Revival - Wiltshire RASAC's Trustees should ensure that decisions are made solely on merit.

Accountability

- Have a duty to comply with the law on all occasions in accordance with the trust placed in them and in such a way as to reserve public confidence in Revival - Wiltshire RASAC.
- Are accountable for their decisions and actions to the public, funders and service users. They must submit themselves to whatever scrutiny is appropriate to their role.

Openness

- Should ensure that confidential material, including material about individuals, is handled in accordance with due care;
- Should be as open as possible about their decisions and action that they take. They should give reasons for their decisions and restrict information only when the wider interest clearly demands.

Honesty

- Have a duty to declare any interests relating to their Trustee role and to take steps to resolve any conflicts that may arise. Where private interests of a Trustee conflicts with their Trustee duties, he/she must resolve this conflict in favour of the Trustee role;
- Must make relevant declarations of interest in the different circumstances and roles they play both within and outside of Revival - Wiltshire RASAC.

Leadership

- Should promote and support the principles of leadership by example
- There will be circumstances under which Trustees will be working directly with the organisations' staff. Guidelines for such working relationships must be clear in advance to both staff and Trustees.

Appendix 2: Directors Conflicts of Interest Policy

[NB The term 'Director' will be used throughout this policy as Revival - Wiltshire RASAC is a company limited by guarantee even though the organisation may refer to the directors as management committee members or trustees etc.]

Aims

- To ensure directors own personal interests or interests which they owe to another body do not conflict with the interests of the Charity.
- To protect the integrity of the organisation's decision making process to enable stakeholders to have confidence in the organisations integrity and to protect the integrity and reputation of volunteers, staff members and directors.
- To develop procedures and keep records to show conflicts of interests.
- To comply with the recommendations set out by the Charity Commission.
- To ensure the Charity works within the Law.

Organisational Structure

- Directors have all read CC3 – The Essential Trustee – The Charity Commission, May 2018.
- Advice will be taken from the Charity Commission where appropriate.

Policy Statement

The Directors are individually responsible for declaring conflicts of interests.

The Charity is legally accountable for inappropriate actions from undeclared Conflicts of Interest and for any inappropriate action when a conflict of interest is declared.

This policy is meant to supplement good judgement. Staff, volunteers and Directors should respect its spirit as well as its wording.

Examples of conflicts of interest include:

- 1 A Director who is also a user may be faced with a decision in a committee meeting regarding changes to service provision.
- 2 A Director who is related** to a member of staff may be faced with a decision to be taken on staff pay and/or conditions at a committee meeting.
- 3 A Director who is also on the committee of another organisation that is competing for the same funding.
- 4 A Director who has shares in a business that may be awarded a contract to do work or provide services for the organisation or is a director, partner or employee or related to someone who is**.

** A relative may be a child, parent, grandchild, grandparent, brother, sister, spouse or civil partner of the Director or any person living with the Director as his or her partner'

Implementation

Upon appointment each Director will make a full, written disclosure of interests, such as relationships, and posts held, that could potentially result in a conflict of interest. This written disclosure will be kept on file and will be updated annually or as appropriate.

In the course of meetings or activities, Directors will disclose any interests in a transaction or decision where there may be a conflict between the organisations' best interests and the Director's best interests or a conflict between the best interests of two organisations that the Director is involved with. If in doubt the potential conflict must be declared anyway and clarification sought.

In the case of a conflict of interests arising for a Director because of a duty of loyalty owed to another organisation or person and the conflict is not authorised by virtue of any other provision in the memorandum or the articles, the un-conflicted directors may authorise such a conflict of interests where the following conditions apply:

- 1 The Charity Commission's permission is sought before a benefit for a trustee may be authorised that isn't otherwise authorised in the Memorandum of Association or already authorised in writing from the Commission;
- 2 The Director who has declared the conflict of interest withdraws from the part of the meeting at which there is discussion of any arrangement or transaction affecting that other organisation or person;
- 3 The Director who has the conflict of interest does not vote on any such matter and is not to be counted when considering whether a quorum of Directors is present at the meeting;
- 4 The other Directors who have no conflict of interest in this matter consider it is in the interests of the charity to authorise the conflict of interest in the circumstances applying;
- 5 Any such disclosure and the subsequent actions taken will be noted in the minutes.

For all other potential conflicts of interest the advice of the Charity Commission will be sought and the advice recorded in the minutes. All steps taken to follow the advice will be recorded.
